23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 1 of 11

Exhibit A

Order

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:) Chapter 11
TV AZTECA, S.A.B. DE C.V.,) Case No. 23-10385 (LGB)
Alleged Debtor.))
In re:	Chapter 11
ALTA EMPRESA, S.A. DE C.V., Alleged Debtor.	Case No. 23-10386 (LGB)))
In re:) Chapter 11
ASESORÍA ESPECIALIZADA EN AVIACIÓN, S.A. DE C.V.,) Case No. 23-10387 (LGB)
Alleged Debtor.))
In re:) Chapter 11
EQUIPO DE FUTBOL MAZATLAN, S.A. DE C.V.,) Case No. 23-10388 (LGB)
Alleged Debtor.))
In re:) Chapter 11
PRODUCCIONES DOPAMINA, S.A. DE C.V.;) Case No. 23-10389 (LGB)
Alleged Debtor.)))

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 3 of 11

In re:	Chapter 11
AZTECA RECORDS, S.A. DE C.V.,	Case No. 23-10390 (LGB)
Alleged Debtor.	
)	
In re:	Chapter 11
GANADOR AZTECA, S.A.P.I. DE C.V.,	Case No. 23-10391 (LGB)
Alleged Debtor.	
)	
In re:	Chapter 11
OPERADORA MEXICANA DE) TELEVISIÓN, S.A. DE C.V.,	Case No. 23-10393 (LGB)
Alleged Debtor.	
In re:	Chapter 11
AZTECA SPORTS RIGHTS LLC,	Case No. 23-10395 (LGB)
Alleged Debtor.	
)	
	Cl 11
In re:	Chapter 11
PRODUCCIONES AZTECA DIGITAL, S.A.) DE C.V.;	Case No. 23-10397 (LGB)
Alleged Debtor.	
)	

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 4 of 11

In re:	Chapter 11
PRODUCCIONES ESPECIALIZADAS, S.A. DE C.V.,) Case No. 23-10399 (LGB)
Alleged Debtor.))
)
In re:) Chapter 11
PRODUCTORA DE TELEVISIÓN REGIONAL DE TV AZTECA, S.A. DE C.V.,) Case No. 23-10400 (LGB)
Alleged Debtor.))
	_) Ohapter 11
In re:)
PROMOTORA DE FUTBOL ROJINEGROS, S.A. DE C.V.,) Case No. 23-10402 (LGB)
Alleged Debtor.)
)
In re:) Chapter 11
MAZATLAN PROMOTORA DE FUTBOL, S.A. DE C.V.,) Case No. 23-10404 (LGB)
Alleged Debtor.)
	, _)
In re:) Chapter 11
PUBLICIDAD ESPECIALIZADA EN MEDIOS DE COMUNICACIÓN DE TV AZTECA, S.A. DE C.V.,) Case No. 23-10405 (LGB)
Alleged Debtor.))
	_)

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 5 of 11

In re:	Chapter 11
S.C.I. DE MÉXICO, S.A. DE C.V.,) Case No. 23-10407 (LGB)
Alleged Debtor.)
)
In re:	Chapter 11
SERVICIOS AÉREOS NOTICIOSOS, S.A. DE C.V.,) Case No. 23-10408 (LGB)
Alleged Debtor.)))
In re:	Chapter 11
SERVICIOS ESPECIALIZADOS TAZ, S.A. DE C.V.,) Case No. 23-10419 (LGB)
Alleged Debtor.)))
In re:	Chapter 11
SERVICIOS Y MANTENIMIENTO DEL FUTURO EN TELEVISIÓN, S.A. DE C.V.,) Case No. 23-10401 (LGB)
Alleged Debtor.)))
In re:	Chapter 11
CORPORACIÓN DE ASESORÍA TÉCNICA Y DE PRODUCCIÓN, S.A. DE C.V.,) Case No. 23-10394 (LGB)
Alleged Debtor.)))

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 6 of 11

In re:	_)	Chapter 11
EDITORIAL MANDARINA, S.A. DE C.V.,)	Case No. 23-10396 (LGB)
Alleged Debtor.)	
)	
In re:)	Chapter 11
MULTIMEDIA, ESPECTÁCULOS Y ATRACCIONES, S.A. DE C.V.,)	Case No. 23-10398 (LGB)
Alleged Debtor.))	
In re:	_)	Chapter 11
SERVICIOS FORÁNEOS DE ADMINISTRACIÓN, S.A. DE C.V.,))	Case No. 23-10409 (LGB)
Alleged Debtor.)))	
In re:)	Chapter 11
SERVICIOS LOCALES DE PRODUCCIÓN, S.A. DE C.V.,))	Case No. 23-10410 (LGB)
Alleged Debtor.)	
In re:		Chapter 11
AZTECA INTERNATIONAL CORPORATION;)	Case No. 23-10392 (LGB)
Alleged Debtor.)	

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 7 of 11

In re:) Chapter 11
STATIONS GROUP, LLC;) Case No. 23-10406 (LGB)
Alleged Debtor.))
)
In re:) Chapter 11
TV AZTECA HONDURAS, S.A. DE C.V.,) Case No. 23-10403 (LGB)
Alleged Debtor.)
)
In re:) Chapter 11
COMERCIALIZADORA DE TELEVISIÓN DE HONDURAS, S.A. DE C.V.,) Case No. 23-10411 (LGB)
Alleged Debtor.)))
In re:) Chapter 11
INCOTEL S.A.,) Case No. 23-10412 (LGB)
Alleged Debtor.)
))
In re:) Chapter 11
TVA GUATEMALA S.A.,) Case No. 23-10413 (LGB)
Alleged Debtor.)
)
In re:) Chapter 11
LASIMEX, S.A. DE C.V.) Case No. 23-10414 (LGB)
Alleged Debtor.)
	,)
	_'

In re:		Chapter 11
TV AZTECA GLOBAL, S.L.U.,)	Case No. 23-10417 (LGB)
Alleged Debtor.)	
)	
In re:)	Chapter 11
AZTECA COMUNICACIONES PERÚ, S.A.C.,)	Case No. 23-10416 (LGB)
Alleged Debtor.))	
		Charter 11
In re:)	Chapter 11
REDES OPTICAS, S.A.C.,	j	Case No. 23-10418 (LGB)
Alleged Debtor.)	
)	
In re:	_)	Chapter 11
TELEVISORA DEL VALLE DE MÉXICO, S.A. DE C.V.,)	Case No. 23-10415 (LGB)
S.A. DE C.V.,)	
Alleged Debtor.)))	

ORDER (I) DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF

Upon the motion (the "<u>Motion</u>")¹ of Plenisfer Investments SICAV - Destination Value Total Return, Cyrus Opportunities Master Fund II, Ltd., and Sandpiper Limited the ("<u>Petitioning Creditors</u>"), creditors of TV Azteca, S.A.B. de C.V. and its affiliated debtors and debtors in possession (collectively, the "<u>Debtors</u>") in the above captioned involuntary chapter 11 cases

¹ Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

23-10385-lgb Doc 5-1 Filed 03/27/23 Entered 03/27/23 16:59:48 Exhibit A - Proposed Order Pg 9 of 11

(the "Chapter 11 Cases") for entry of an order (this "Order"): (i) directing the procedural consolidation and joint administration of these Chapter 11 Cases and (ii) granting related relief, all as further described in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and this proceeding being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue of this proceeding and the Motion in this Court being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been given; and this Court having found that no other or further notice is necessary; and this Court having reviewed the Motion and having heard statements in support of the Motion at a hearing held before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors and other parties in interest; and any objections to the relief requested in the Motion having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED**:

- 1. The Motion is granted as set forth herein.
- 2. The above-captioned Chapter 11 Cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 23-10385 (LGB).
- 3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the Debtors.
 - 4. The caption of the jointly administered Chapter 11 Cases shall read as follows:

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
TV AZTECA, S.A.B. DE C.V., et al.,)	Case No. 23-10385(LGB)
Alleged Debtors.)	(Jointly Administered)

- The Debtors in these cases are TV Azteca, S.A.B. de C.V.; Alta Empresa, S.A. de C.V.; Asesoría Especializada En Aviación, S.A. de C.V.; Equipo de Futbol Mazatlan, S.A. de C.V.; Producciones Dopamina, S.A. de C.V.; Azteca Records, S.A. de C.V.; Ganador Azteca, S.A.P.I. de C.V.; Operadora Mexicana De Televisión, S.A. de C.V.; Azteca Sports Rights LLC; Producciones Azteca Digital, S.A. de C.V.; Producciones Especializadas, S.A. de C.V.; Productora De Televisión Regional De Tv Azteca, S.A. de C.V.; Promotora de Futbol Rojinegros, S.A. de C.V.; Mazatlan Promotora de Futbol, S.A. de C.V.; Publicidad Especializada en Medios de Comunicación de TV Azteca, S.A. de C.V.; S.C.I. de México, S.A. de C.V.; Servicios Aéreos Noticiosos, S.A. de C.V.; Servicios Especializados Taz, S.A. de C.V.; Servicios y Mantenimiento del Futuro en Televisión, S.A. de C.V.; Corporación de Asesoría Técnica y de Producción, S.A. de C.V.; Editorial Mandarina, S.A. de C.V.; Multimedia, Espectáculos y Atracciones, S.A. de C.V.; Servicios Foráneos de Administración, S.A. de C.V.; Servicios Locales De Producción, S.A. de C.V.; Azteca International Corporation; Stations Group, LLC; TV Azteca Honduras, S.A. de C.V; Comercializadora de Televisión de Honduras, S.A. de C.V.; Incotel S.A.; TVA Guatemala S.A; Lasimex, S.A. de C.V.; TV Azteca Global, S.L.U.; Azteca Comunicaciones Perú, S.A.C.; Redes Opticas, S.A.C; Televisora del Valle de México, S.A. de C.V. The location of the Debtors' corporate headquarters is Periférico Sur 4121, colonia Fuentes del Pedregal, alcaldía Tlalpan, C.P. 14140, Ciudad de México, México.
- 5. The requirements under Bankruptcy Code section 342(c)(1) and Bankruptcy Rules 1005 and 2002(n) that the case caption in pleadings and notices include certain identifying information about the Debtors are waived, and the foregoing caption, including the footnote listing the Debtors in these Chapter 11 Cases and the Debtors' corporate headquarters is approved as modified.
- 6. All pleadings and notices shall be captioned as indicated in the preceding paragraph, and all original docket entries shall be made in the Chapter 11 Case of *In re TV Azteca*, *S.A.B. de C.V., Inc., et al.*, Case No. 23-10385 (LGB).
- 7. A docket entry shall be made in each of the Chapter 11 Cases, except that of TV Azteca, S.A.B. de C.V., substantially as follows:

An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases of TV Azteca, S.A.B. de C.V. (Case No. 23- 10385 (LGB)); Alta Empresa, S.A. de C.V. (Case No. 23-10386 (LGB)); Asesoría Especializada En Aviación, S.A. de C.V. (Case

No. 23-10387 (LGB)); Equipo de Futbol Mazatlan, S.A. de C.V. (Case No. 23-10388 (LGB); Azteca Records, S.A. de C.V. (Case No. 23-10390 (LGB)); Ganador Azteca, S.A.P.I. de C.V. (Case No. 23-10391 (LGB)); Operadora Mexicana De Televisión, S.A. de C.V. (Case No. 23-10393 (LGB)); Producciones Azteca Digital, S.A. de C.V. (Case No. 23-10397 (LGB)); Producciones Especializadas, S.A. de C.V. (Case No. 23-10399 (LGB)); Productora De Televisión Regional De Tv Azteca, S.A. de C.V. (Case No. 23-10400 (LGB)); Promotora de Futbol Rojinegros, S.A. de C.V. (Case No. 23-10402 (LGB)); Publicidad Especializada en Medios de Comunicación de TV Azteca, S.A. de C.V. (Case No. 23-10405 (LGB)); S.C.I. de México, S.A. de C.V. (Case No. 23-10407 (LGB)); Servicios Aéreos Noticiosos, S.A. de C.V. (Case No. 23-10408 (LGB)); Servicios Especializados Taz, S.A. de C.V. (Case No. 23-10419 (LGB)); Servicios y Mantenimiento del Futuro en Televisión, S.A. de C.V. (Case No. 23-10401 (LGB)); Corporación de Asesoría Técnica y de Producción, S.A. de C.V. (Case No. 23-10394 (LGB)); Editorial Mandarina, S.A. de C.V. (Case No. 23-10396 (LGB)); Multimedia, Espectáculos y Atracciones, S.A. de C.V. (Case No. . 23-10398 (LGB)); Servicios Foráneos de Administración, S.A. de C.V. (Case No. 23-10409 (LGB)); Servicios Locales De Producción, S.A. de C.V. (Case No. 23-10410 (LGB)); Azteca International Corporation; (Case No. 23-10392 (LGB)); Stations Group, LLC (Case No. 23-10406 (LGB)); TV Azteca Honduras, S.A. de C.V. (Case No. 23-10403 (LGB)); Comercializadora de Televisión de Honduras, S.A. de C.V. (Case No. 23-10411 (LGB)); Incotel S.A. (Case No. Case No. 23-10412 (LGB)); TVA Guatemala S.A. (Case No. No. 23-10413 (LGB)); Lasimex, S.A. de C.V. (Case No. 23-10414 (LGB)); TV Azteca Global, S.L.U. (Case No. 23-10417 (LGB)); Azteca Comunicaciones Perú, S.A.C. (Case No. 23-10416 (LGB)); Redes Opticas, S.A.C. (Case No. 23-10418 (LGB)); Televisora del Valle de México, S.A. de C.V. (Case No. 23-10415 (LGB)) All further pleadings and other papers shall be filed, and all further docket entries shall be made, in Case No. 23-10385 (LGB).

- 8. The Petitioning Creditors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.
- 9. This Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Dated:, 2023	
New York, New York	THE HONORABLE LISA G. BECKERMAN
	UNITED STATES BANKRUPTCY JUDGE